

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MINNESOTA**

SMITHS GROUP, PLC,)
)
 Plaintiff,)
)
 vs.) Case No. 13-cv-00052-DSD-TNL
)
)
RONALD A. FRISBIE,)
)
)
 Defendant.)

DECLARATION OF BRAD PAYNE

Brad Payne, being duly sworn upon oath, states and alleges as follows:

1. I am a current employee of CareFusion, and serve as its Vice President of Manufacturing - Medical Systems. I have been employed with CareFusion and its predecessor Cardinal Health since February, 2007. If called as a witness, I would competently testify to the following.
2. In my current role at CareFusion, I am very familiar with CareFusion's presence in the infusion pump market, and the products it offers in this market. I have responsibility for the manufacture of all capital equipment, including infusion pumps, and their associated disposable products. I have been responsible for the manufacture of CareFusion infusion pumps since the beginning of my employment with CareFusion/Cardinal Health. I am responsible for approximately 350 CareFusion employees involved in the manufacture of infusion pumps.

3. Including my time with CareFusion, I have 19 years of experience in the medical device manufacturing field. I was employed by Smiths Medical for

approximately 13 years, from 1994 to 2007. I originally began working for Smiths Medical in Fort Myers, Florida as an engineer at an airway/respiratory disposables plant. I eventually became the Director of Engineering at that Florida plant, and was involved in the transfer of that plant to Tijuana, Mexico in approximately 2001. I moved to California at the same time and began serving in Vice President of Manufacturing and Vice President of Engineering roles at Smiths Medical. In these roles, I was responsible for sustaining engineering and plant management. Based on my former role at Smiths Medical, I have an understanding of how Smiths Medicals products, including its infusion pumps, are made and how they are used in their respective markets.

4. Infusion pumps are generally used to deliver fluids, blood or medication to a patient intravenously. Based on my experience at both CareFusion and at Smiths Medical, there are three main types of infusion pumps currently being marketed in the medication delivery field:

a. Large Volume Pumps (LVPs), which are typically used in hospital settings to provide fluids or medications for adults. LVPs typically use an “IV bag” holding the medication that is located above the pump on an IV pole. CareFusion is a major player in the United States LVP market. CareFusion’s major competitors in the LVP market are Baxter and Hospira. In contrast, Smiths Medical does not currently market or sell LVPs in the United States.

b. Ambulatory Pumps, which are infusion pumps that can move around with the patient using them, typically attached to the patient through a cassette or other apparatus, and allowing the medication delivery system to move with the patient. Smiths

Medical markets and sells such pumps in the United States. In contrast, CareFusion does not generally market or sell any ambulatory pumps in the United States to participants in the private or public health care industry.

c. Syringe Pumps, which use a syringe device to distribute the medication through the pump, as opposed to a bag in the LVPs. Syringe pumps distribute medication more precisely than other infusion pumps. For this reason, syringe pumps are particularly useful with infants, for whom the medication is dispensed in smaller volumes and for which the distribution needs to be more precise. Syringe pumps are also used in specialty care units, such as burn units. Smiths Medical markets and sells a niche, standalone syringe pump under the name "MedFusion." CareFusion also markets a syringe pump, which interfaces with the Alaris System and is not generally used in a stand-alone fashion, which is common with other syringe pumps, including the MedFusion pump.

Pursuant to 28 U.S.C. § 1746, I hereby declare under penalty of perjury that the foregoing is true and correct.

Dated: January 16, 2013



Brad Payne

